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11 UNITED STATES BANKRUPTCY COURT
12 NORTHERN DISTRICT OF CALIFORNIA
13 OAKLAND DIVISION

14 In re
15 Round Table Pizza, Inc.,
16 Debtor.

Case No. 11-41431 RLE
(Jointly Administered with Case Nos.
11-41432 RLE, 11-41433 RLE, and
11-41434 RLE)

Chapter 11

**EX PARTE APPLICATION FOR ORDER
AUTHORIZING POST-PETITION
COMPANY CREDIT CARDS**

1 Round Table Pizza, Inc., The Round Table Franchise Corporation, Round Table
2 Development Company, and Round Table Pizza Nevada LLC, which is wholly owned by Round
3 Table Development Company, the joint debtors and debtors-in-possession in the above captioned
4 Chapter 11 reorganization cases (collectively "Round Table" or the "Debtor"), hereby jointly
5 submit this *ex parte* application for an order authorizing post-petition borrowing by Round Table
6 to the extent of credit card accounts with a maximum combined limit of \$54,000.00 for use by
7 employees engaged in Round Table business to pay for reimbursable business expenses (the
8 "Application to Approve Credit Cards"). In support of this Application to Approve Credit Cards,
9 Round Table respectfully represents as follows:

10 On February 11, 2011, at 10:30 a.m., Round Table's motions on various first day matters
11 came before the Court for emergency hearing (the "First Day Hearing"). During the course of the
12 First Day Hearing, Round Table moved orally for authorization to borrow post-petition through
13 credit card accounts used by certain employees for reimbursable business expenses. There being
14 no opposition, the Court granted the motion.

15 As a restaurant chain with 355 franchise stores and 128 company-owned stores, Round
16 Table has a substantial need for certain employees to travel from time to time. In particular, there
17 is a small group of Field Employees whose primary job responsibility involves traveling from
18 store to store to ensure that Round Table's operations run smoothly and consistently. This job
19 function is very important to Round Table's operations.

20 There are approximately nine Round Table Field Employees whose jobs involve constant
21 travel, and who have company credit cards (the "Company Cards") in order to facilitate this.
22 Because of these employees' personal situations and because of the amount of travel their jobs
23 involve, it is not possible for them to pay for job-related travel expenses out of their personal
24 funds and then seek reimbursement from Round Table. Instead, they each use a Company Card to
25 pay for reimbursable travel expenses. The Company Cards are used exclusively for reimbursable
26 job-related expenses incurred while working for Round Table. No member of Senior Management
27 or Corporate Staff has a Company Card.

1 The Company Cards are currently issued by Wells Fargo Bank ("Wells Fargo"). Both the
2 respective employee and Round Table are liable to the issuer to pay amounts charged to a
3 Company Card. Round Table's agreement with Wells Fargo includes a total aggregate credit cap
4 on Company Cards of \$54,000. The Company Cards presently issued have a combined total credit
5 limit of approximately \$36,000.

6 Round Table believes it may be able to obtain more favorable terms from another issuer.
7 Consequently, it seeks authorization for borrowing through Company Cards up to the current
8 credit limit, whether from Wells Fargo through its existing card agreement or a new agreement, or
9 from another issuer.

10 As requested by the Court, Round Table will bring a separate noticed motion regarding
11 payment of the approximately \$23,000 owed to Wells Fargo pre-petition on the Company Cards.

12 The Court having granted, on Round Table's oral motion, authorization for post-petition
13 borrowing to the extent of the current agreement for the Company Cards, Round Table now seeks,
14 by this *ex parte* application, entry of a written order on the relief granted by the Court.

15 **WHEREFORE**, Round Table respectfully requests entry of an Order:

16 1. Authorizing Round Table to obtain unsecured credit and incur unsecured debt up to
17 a maximum amount of \$54,000.00, for the purpose of providing Company Cards for use by its
18 employees, provided that such Company Cards may be used only for reimbursable expenses
19 incurred in the course of the employees' work for Round Table; and

20 2. For such other relief as the Court deems just and proper.

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22 DATED: February 17, 2011

McNUTT LAW GROUP LLP

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24 By: /s/ Shane J. Moses

25 Shane J. Moses

26 Proposed Attorneys for Debtor
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